staff feels may provide carte blanche to do something like this. Ms. Srivatsa said KB Homes would have to answer the question as it relates to the issue of economic viability.

Mayor Tatzin asked if there were questions about staff's comments on the plans and felt it may be helpful to enumerate specific areas where staff believes the specific proposal is inconsistent with the previous Heller Manus plan.

Ms. Srivatsa referred to the table attached to the staff report and numbered items. Regarding Item 3, project attributes, she said the settlement and development agreement state that the general footprint, general elevation, general site plan and general plaza dimensions of the original Heller Manus work product shall be retained, which is the reference to the 2005 plan. Staff has found inconsistencies, and she began from north to south:

1. Item 3; Project Attributes: There is a beautiful, heritage oak tree adjacent to the BART pathway. The drip line of the tree extends over the BART pathway and into the subject property. The 2005 Heller Manus plan showed a landscape separation between the building and the BART pathway, which is missing from the 2009 plan. What it does is that it will require construction within the drip line of the oak tree. Staff believes the building should be set back clearly outside the drip line of that tree.

Mayor Tatzin noted that on the same table, it states Option 10A, and he questioned if this steps it back adequately or not, and Ms. Srivatsa said the second section under Project Attributes refers to the fifth floor of the north leg of the building. The original submittal had the five-story façade all the way up and it was set back in Option 10A, and that is acceptable to staff.

2. Along the Southern Elevation: The 2005 Heller Manus plan had a clear break in the building along the southern elevation. There were steps leading up to the internal courtyard and a bridge connecting the upper floors. The building along the western side was set back about 60 feet from the southern property line. If a pedestrian would come out of Pizza Antica, there would be some sense of visual relief; the separation would be seen between the buildings all the way up except for the bridge. The 2009 plan has a two-story lobby that marks the entrance and anchors the southern elevation and is a good feature. What it does is not allow for any visual relief, there is no break in the building, there is a modest notch in the upper floors above it, and staff finds this to be inconsistent with the 2005 plan.

3. Along the Western Side of the Building: The DRC has always advocated for good articulation of facades on all four sides of the building. Although the western façade cannot be seen except when driving on Mt. Diablo Boulevard, staff believes it should be given as careful a treatment as the other three elevations. This is why staff finds it to be inconsistent.

4. Staff calls out that there is a change to the number of units from 76 to 89. In staff's opinion, this may have impacts and these will not be known until the environmental analysis is done. Regarding the number of units, staff does not have a problem with the number of units because it is right next to the BART station and if there is a project that can accommodate those numbers, this would

be it. However, staff feels it could have implications when the environmental analysis is started.

5. Staff had the plans reviewed by Chuck DeLeuw, Leah Greenblat and Tony Coe, and preliminary comments are attached. Mr. DeLeuw is concerned with some of the parking spaces and aisle widths. Staff wants to be sure that the applicant provides the number of spaces clearly called out in the settlement agreement and that the circulation works, the drop off points work, and staff feels these issues need to be addressed before staff can find the 2009 plan consistent with the 2005 plan.

Mayor Tatzin questioned if these were items to be resolved this evening. Ms. Srivatsa said it could be addressed upon the filing of an application. In terms of parking, the settlement agreement is specific in the number of spaces that this project should provide. The City should not allow the number to be reduced because it would be another amendment to the settlement agreement or inconsistency. Therefore, the applicant must be aware that if the number of spaces does decrease as a result of the reconfiguration of the parking areas, this would have to result in a reduction in the number of units.

Councilmember Anduri referred to a notch in the building on the southern side opened and above the roof of the lobby, and Ms. Srivatsa agreed that it is a notch about 30 foot set back from the southern elevation.

Commissioner Mitchell questioned the square footage of the 2005 residential plan, and Ms. Srivatsa said it was approximately 111,000 square feet. Now, it is a little over 120,000 square feet.

Councilmember Anduri said one of the things pointed out was that the original design primarily had stucco levels and the alternate now has siding. He said until the group sees what it looks like; he felt it was tricky in terms of how either would look. Ms. Srivatsa said she believed the applicant would be providing elevations of the siding alternative, which leads to comments on design. Staff did not think they could comment on stucco versus siding in isolation; it should be considered with other exterior features like the balconies, window treatments and rooflines, and they would rely on the DRC to provide input this evening.

Mayor Tatzin questioned whether or not this was DRC's only chance to provide that input? He said certainly in prior joint meetings, feedback has been received that Commissioners feel that these things are fairly complete by the time they get to meetings. The group did not necessarily intend that, but it is how this comes across. He said he did not believe they want to do this, nor do they want to put DRC on the hook for saying this is the set of materials they will approve as opposed to perhaps another set of materials they may look at.

Ms. Donnolley said all issues need to be raised as much as possible and indications of what the Commissions do and do not want. Mayor Tatzin questioned whether it was okay to say, "I want to study the exteriors." Ms. Donnolley suggested they indicate things they will and will not consider and provide comments as definite as possible. However, she did not believe this was absolutely required.

Commissioner Maggio questioned how density would be calculated, and Ms. Srivatsa said when the Town Center development was approved in 1998 it was a horizontally mixed use project on 4.84 acres. At that time, there were 75 units in Phase II and a 26,000 square foot office building in Phase III. The density was calculated using the 4.84 acres and not the acreage of Phase II alone. Consistent with this practice, in looking at today's project, there are 75 units in Phase II and the 2005 plan had 76 units in Phase III. Therefore, the resultant density is 31 units to the acre. With the 2009 plans of 89 units, the density increases to 34 units to the acre. Staff had employed the same practices when the project was approved and she confirmed with Commissioner Maggio that the density of 34 units per acre is the resultant density of Phase III.

Commissioner Hertel questioned where the boundaries of the lot line. He also questioned and confirmed with Ms. Srivatsa that the property lines extend to include the creek area. Phase III includes the creek and BART pathway. He asked to discuss net and gross density and developable portions of the property versus gross areas that are undevelopable. Ms. Srivatsa said they could, but this was not how the Town Center project was started in the 1990's. Staff looked at it as a PUD with three distinct phases and three distinct uses and a common amenity, which was the BART pathway and creek. Given that this ran in the middle of the project, staff looked at the gross area.

Commissioner Hertel believed that the project actually builds out physically at a lot higher density because the creek and pathway are virtually taken out, and Ms. Srivatsa agreed.

Mayor Tatzin said an earlier project Council approved decades ago for the parcel under grounded the creek and put in underground parking. It was a different use mix, but in this case it made more sense to maintain the creek.

Applicant Presentation:

Ray Panek, Senior VP, KB Homes, South Bay, introduced Jeffrey Heller from Heller Manus Architect, Bill Smith with Smith and Smith Landscape Architect, and David Bowie, representing LRP. He said they were excited that a settlement agreement had been reached and they could come off of their hiatus from 2005. The project is exciting. They assembled a good team, had done a lot of work in 2005 but needed to drill down some of the specifics, understand constraints, understand economics better and what it takes to build it the right way in the City of Lafayette. He said Patrick Stevens, of Stevens Ferrone and Bailey Geotechnical Engineers, provided some technical information that helped them understand what it takes to build this building, and Bob Simmons from ConnexTech has a patented system for building a steel building. In 2005, they spoke of building a standard wood frame building and changed their mind about this. Given the quality and type of client they will attract, they feel the steel building is the way to go for quality, greenness, sound attenuation, and other reasons such as staging and building the project in the middle of downtown Lafayette.

Mr. Panek said they reviewed the settlement agreement; the language talks about the general footprint, elevations, site plan and plaza dimensions, and there were questions about consistency and inconsistency, but they did not know the definition of the word, "general" and hoped that by the end of the presentation they could make the Commissioners and Councilmembers feel that rather than having differences with staff and being inconsistent with 2005, that they either are or not committed to being consistent with certain modifications.

He said the economic viability is always difficult; the issue of the restaurant, impacts on parking, and being able to buy the land and build a project. They have also conducted a market analysis and the parking garage will be discussed more. They will build a mechanically ventilated garage, cannot meet all of the standards or desires as stated in the settlement agreement, such that they cannot address the southern elevation properly and cannot get the BART walkway grades to work right, or the plaza grades to work right. He said 20 people worked diligently on the project and there were 11 iterations of the plan, (10 plus 10A—a slip sheet in the materials, which is in response to initial comments from staff).

Mr. Panek said the 2005 proposal provided a lot of due diligence, information and history. They had additional survey information so that the settlement agreement talked about the project next door and heights. They knew exactly what the height parameters were, which also affected decisions about placement of podium plazas, the depth of the parking garage and walkways around the building, especially the BART pathway. Regarding the geotechnical investigation, they dug test pits on the site and evidently the City has extremely expansive soils that are almost traditional here. They did some structural calculations and something they had not considered or known before is that the building needs to be founded on a pile foundation. They will need to drill piles, inject concrete and build soil columns up so they can build the parking garage, which costs about $1 million. At the same time, they investigated the groundwater issue which they knew about but had not yet gotten into. It is a relatively simple system to install at about $750,000. It will not be a burden to the HOA but it must go in to make the project sound. Also, with a mechanically ventilated garage, with constraints of height, grade, geotechnical and alignment of the southern elevation, they cannot get a good-looking southern elevation.

Regarding economic viability, they have developed 8 condominium projects to date around the Bay Area; Fremont, Milpitas and San Jose. The floor plans in this project are those developed which are market-proven and ones that Heller Manus worked with the ConnexTech system in putting together, which are structurally sound. The market analysis revealed a more mature, wealthier, experienced move-down buyer with a desire for 2 and 3 bedroom units and floor plans from 1,000 to 1,600 square feet. Their product mix addresses the market preferences as they understood. He said in today's market, the project does not work; however, if they move forward in the approval process, given the entitlements, plan reviews, and other work, the project will actually start in about 3 years, with 7 months needed just to build the parking garage.

Mr. Panek said in addressing staff concerns there is a massing issue along the northeast corner of the building where they have eliminated two of the premium three-bedroom units on the fifth level, which is shown in iteration 10A. There is the issue of the oak tree, they are committed to honoring its drip line and their analysis shows that it would probably result in a loss of 4-5 units. Therefore, in looking ahead at what an application might look like were they to file one, they would go from an 89-unit building to an 82 to 83-unit building to meet constraints. He said they have been in contact with staff, are proposing to eliminate the two, three-bedroom units on the northeast corner by BART so it would be exactly the same as the 2005 plan. The incremental loss is huge, but they are trying to get to the consistency the City is looking for.

They have provided parking of one space per bedroom not to exceed two spaces per unit. The mechanically ventilated garage addresses the southern elevation architectural issues, and Mr. Smith will talk about providing a sculpture arcade along the southern area for the pedestrian experience and also to display art, which will be an integral part of the project. He said Ms. Srivatsa discussed the main entry and foyer on the southern elevation; he noted that the previous design of the project had no front door or entry, and they discussed the need for an entry, which has done a lot to enhance the project.

He said the biggest disagreement with staff is that they feel what they have done to the southern elevation is far superior to what was shown in the 2005 plans. In their reasoning for this meeting, they saw comments, held discussion, they are committed to moving the building outside of the oak tree, they are in the 6-9 foot area and can work through the building design issue, and this would also provide a greater setback from the BART pathway and walkway on the edge of the site. They are confident with the layout for their parking lot and will work with City staff and its parking engineer on it. The reduction in the number of units will also reduce the amount of parking required, but they did meet the requirements for the 89 units. There were also questions from DRC members on the western elevation issues and they believe these have been addressed. Similarly, they are committed to using siding, limiting the use of stucco and work through how this is applied through the DRC. He said there is a lot of work put into the project from 2005 up to today, and probably the biggest disagreement from their perspective is again, the southern elevation. Otherwise, they have either made changes or are committed to making the changes.

Jeffrey Heller, Heller Manus, said the City's plan contemplated more density at the BART station and has for awhile. He thinks it needs to be underscored that we all must save the planet for our kids and for their kids, and transit-based development is one of the most important things going on worldwide in planning. He said the site is right next to the BART station and by creating a project with appropriate density, it eliminates people using their cars substantially, eliminates sprawl and they are consistent with the intent of the plan and agreement, and the project should be as appropriate to the spirit of sustainability as it can.

He reviewed the site, stating the parking lot is used for people to commute, the project harmonizes in scale to the existing project east of it, they have refined the project after comments received from staff, it harmonizes in scale the other tower elements, it helps define the unique walkway experience and channel of the creek which is important to create a visually vibrant center for the area. The building fronts on the back, so there is a double-sided parking lot element; he described the creek having a prominent face to BART. In looking at the hills, the building is down from the freeway in a pocket. On the west, long term development may occur, but one cannot see the west elevation of the building unless someone trespasses on the other property.

Mr. Heller described the building as a C-shaped plan which came from a lot of dialogue long ago; it visually expands the sense of openness. He said it is an expansive feel, the parking is mostly underground and completely underground on the BART side and the arcade and they architecturally designed it so that the parking essentially disappears from site. The buildings step from the east side up to the west consistent with planning direction. The southern elevation relates to the existing one and he described how it steps down to the creek, presenting the elevation looking westward. On the north facing BART, the elevation is fairly short and is a lowered element. He acknowledged pulling

back the drip line for the oak tree, said lowering the area would eliminate a couple of units, and he presented the back side elevation.

Mayor Tatzin questioned and confirmed with Mr. Heller that the version he presented was after the two units were eliminated on the top floor. Mr. Heller said the important thing is to look at the composition and said they stay below the existing building at every step. In terms of visual fit, he said it will not push any boundaries from any of the existing heights.

Mr. Heller said on the west elevation, there was a comment about a stepping they had which was done for a number of reasons, mostly due to viability and having it be more constructive. He described the portion of stepping; stating the advantage is that it now has a landscape deck which is as good if not better than what it was. In addition, it has more ability to articulate the building in a similar manner in going around the building. He presented the south elevation, arcade element which has an open feel and pleasant walking off of the path, and in response to materials comments, they begin with a rough, articulated stone base, going to a siding material with patterning and rustication which also steps in response to the building form. And, at the top in concert with the detail of the building, they would do the smoothest material. They have adopted elements of dormers to bring the roof into a nice encompassing form that makes everything feel like it is within the roof element. Regarding the notch, they feel strongly that it is better the way it is; 7 feet wider or now at 27 feet.

Mr. Heller described the creek side area and the pulling back for the oak tree, and he reiterated that another element was already pulled back from the earlier 2005 plan. He noted the same elevation materials would be used on the north side, a stepped articulated surface and a smoother surface at the top.

Bill Smith, Smith and Smith, said the vision of the landscape is to respect and create additional community open space and provide pedestrian connectivity and feature site amenities. This was envisioned both for the BART specific plan as well as in many of the previous proposals discussing the creek and the common open space that is the bridge between all of the other phases of the project. Their goals are to retain and enhance the creek side oak woodland park landscape setting and atmosphere in a pedestrian environment, enhance the pedestrian path experience as a sculpture park with a new overlook, a gathering plaza, and an open air arcade gallery, to enliven the southern elevation and to integrate site topography and amenities with building architecture and site features and uses to integrate the perimeter landscape treatment. They propose a landscape buffering and screening along the west, north and south project edges, propose to contribute $100,000 for offsite improvements earmarked for the BART pathway and project intersection, to comply with the City's public art ordinance to be featured in the community open spaces, and for the enjoyment of residents to provide welcoming and secure landscape entrances and terraces for common and individual use. He said the landscape design is challenging because the building is large with existing uses and open spaces. The landscape design borrows inspiration from the character of the creek in the oak woodland and landscape environment.

The Specific Plan talked a great deal about the Happy Valley Creek community open spaces and they are identified by a paved area in cobble that the City has already used, which is continued to identify all public open space areas, to embrace the City's light standards along the existing walkway, using sympathetic and natural materials for the

creekside and oak woodland setting such as boulders, decomposed granite, low landscaped walls, and working with the topography, creating a new overlook over the common open space area.

Mr. Smith said the plant material would be an extension of the oak, buckeye and toyon which would be brought over and incorporated into the space. The open air arcade is now the area considered as part of the open space environment where the front entrance area is considered more as private, open space landscaped areas. So, the planting in this area would be more of a Mediterranean landscape. At the western perimeter, street trees are on grade and they would have other smaller terraces. To the north would be an extension of the oak woodland. The resident podium would be made more formal; it consists of flagstone paving, decorative low level lighting, low walls, raised garden beds, and trees seen in gardens. He presented cross sections showing more of the public open space, and he described the building setback, planted areas, and individual decks. On the south overlook, he pointed out where the BART path ends where there is a plaza, and at the lobby section, he pointed out the open air section with planters which will have Mediterranean plantings. The larger overall space shows private open space, the new overlook as a central feature between the north and south areas, the larger oak tree, the path which follows the same alignment and grade, and the creek as it has been redeveloped over the years.

Mr. Heller reviewed the photo montages, said the project is consistent with what was done in 2005 and presented the views up and down Mt. Diablo Boulevard. He felt it was important that the project cannot be seen when going up and down Mt. Diablo Boulevard except when standing at the cross streets. The things they discussed are truly up-close experience elements. Mr. Heller displayed the 20 foot wide slot and described how the open spaces of the building were experienced. He presented the original elevation, the stair going up, the overlap of the buildings and the open path, and bridge elements. He presented an overlay of the old plan and said the new opening is to the east and wider and more to the center so that the elevation of the original building was actually longer than the current plan. Therefore, elements are more balanced in the way they are broken up as well. They believed it has some superior aspects.

Mr. Heller said lastly, when they go back for dialogue about details, they have taken and modified visually the entry as an option. He emphasized that they do not design by bean counting but in a holistic way, and he believes the overall plan is an improved plan. They are amenable to looking at the parking details, siding, elevations and details in moving forward, but feel the building is in a good place in terms of what it should be for this site.

David Bowie, representing LRP, believed there were interesting factors raised by Councilmembers and Commissioners at this meeting; what is the purpose of the settlement agreement and how do you define economic viability. Interestingly, currently the project is not an economically viable plan but one that has been done to meet City expectations, to be of a high quality product presentation, and it is the hope and anticipation that the market will improve in a few years when they will be able to make some money on the project. From LRP's standpoint, there is a slightly different perspective—they have a currently existing approved plan for the site which is for an office building project that has been processed through plan check and building permits are available. The purpose of the settlement agreement is to try and come up with a project that LRP and the City desires; a residential project that appears to be a higher and better use of this excellent location. With BART there, a transit village approach can

be taken which results in a reduction of the carbon footprint, a higher density, and adds to the vitality of the downtown by introducing more residents into the downtown. What they have attempted to do is come up with a project that will satisfy the City and economic viability concerns, but they already have a project. From LRP's standpoint, the economic viability issue is answered by recovering at least as much from a land residual value standpoint from a residential project as they can for the already-approved project.

He said Ms. Srivatsa's report provided a good history of the project summarizing the issues, but it did not do so in great detail. He reminded the group that LRP has been involved in development of this site in excess of 11 years. The idea was that they were ready to move forward with their already-approved project, but if they do an alternative residential project, that the project be streamlined because of the tremendous amount of money which has been spent.

Mr. Bowie said in addition, everybody favors the residential alternative as the highest and best use of the property and the best use for the community. In this instance, the 2005 submittal found great favor with the Council and others in Lafayette, which was used as a template. So, if they come up with something consistent in terms of 2005 presentation, then it is something that apparently everybody would be able to live with which was the basis for moving forward with this. The original 2005 plan template included many attributes of the projects, which rendered the project economically unviable and was determined by his firm and Libby Seifel of Seifel Consulting. As a result, they came out of the process that says, make the 2005 plan a reality, but at the same time, take out costly elements while still being able to build. When the conceptual plans for 2005 were done, no one was certain whether or not the plan could be constructed. And KB Homes has addressed the issue of whether or not this is realistic. The plan before the group has been vetted to a point where they can truly say it can actually be constructed, which he felt was a huge point.

Regarding its consistency with the 2005 plan in general, he felt the original submittal was consistent with the 2005 plan, but LRP and KB Homes have done adaptations of the original 2009 submittal; the Plan 10 Submittal. They have taken it without Ms. Srivatsa's comments and questioned whether or not they could still live with modifications of the plan to incorporate Ms. Srivatsa's comments to get to the point of moving forward. What is remarkable is that in all respects, Ms. Srivatsa's comments are such that this group is willing to incorporate modifications of the 2009 plan, which are the cut sheets for Plan 10A before the group. He said admittedly, some of it is not fully addressed but worked out in context with the DRC and Planning Commission.

They want to work out details of the oak tree, setback, southern elevation, but what is being heard this evening is that this is a project that this group has planned to make a reality consistent with all of Ms. Srivatsa's comments. There is only one which remains an issue; the southern elevation. Interestingly, the gap or distance of the building on the southern elevation, it was 20 feet in 2005. In the 2009 plan, it is now a gap of 27 feet. The building is offset and the depth of the 2005 plan was about 56 feet; the depth in the current plan is about 30 feet, so it is 7 feet wider and about 30 feet less in depth, but still offset. In looking at the positioning of the project, not much is seen of the building because there is other development in its place. In addition, landscaping will mitigate any impacts.

He believes that the agreement to move the two, three-bedroom units at the fifth floor was a significant concession which would have fetched a premium price and which also shows the motivation behind the project. They want to work with the City and he believes it is consistent with the 2005 plan. He noted Heller Manus was the architect selected in the settlement agreement with a view toward making the plan consistent in all respects. What is telling is that the plan is consistent, it has evolved from the earlier version, and exactly what Heller Manus would like to present to the City and one which is not constrained by bean counters.

Mayor Tatzin said at some time ago, the Council appointed a subcommittee to review the project and he wanted to allow the subcommittee to provide a report. He then wanted to take questions from the Commissions first and then the Council regarding the presentation, public comment and staff comment and response, applicant final responses, and then return for Commission and then Council deliberation. He recognized they would not finish by 7:00 p.m. but felt it was important to address the item thoroughly.

Councilmember Federighi said the subcommittee was responsible for doing negotiations on the settlement and development agreements. They also superficially reviewed plan 10A and were briefed by staff's concerns about the lack of consistency with the settlement agreement. Frankly, they agreed with staff—that Plan 10 was not consistent with the settlement agreement in a number of areas. She is pleased to see many changes have been made in terms of insufficient parking, an enclosed area is now open that required additional parking, there is a desire to move the building out of the drip line and the fifth story has been cut back. However, she wanted to listen to other comments, but felt the applicants had definitely made changes in the right direction.

Councilmember Anderson reported that when putting the process together and negotiating it with LRP, their consistent message was a desire to get a ""thumbs up"" or "thumbs down" reading early on in the process so that they not be strung along, spending a lot of money and time. They questioned if the Commissions and Council could come together as a group and provide a true indication about the project so they could make a decision as to whether or not they could pursue it or not. He knows people are chafing at the process because it is not normal, but he encouraged everyone to be as brutal as possible and this is the applicant's best opportunity to get a clear reading as to whether this is something they should pursue or not. Personally, he appreciated the work and efforts that have gone into it, said the subcommittee and applicants have done a good job that's worthy of the group's attention.

Commission/Council Questions:

Commissioner Lee questioned how the community gathering space works, what relationship it has with other spaces like the art gallery, the amphitheatre, the lobby, and what is the intended use. He believed that reducing the size of the project in order to pull back away from the oak will cause issues with the parking garage which underlies the edge of the building and the face of it is the greatest risk. He questioned how this will affect parking counts. He questioned the ConnexTech system and whether it in any way constrained the ability to provide more articulation of the exterior elevations.

Commissioner Chastain felt it was important to clarify that once the structure changes; it modulates size, particularly along the west elevations.

Commissioner Maggio questioned main access and circulation by residents to terraces on the south side and questioned whether or not the terraces were private. She said in the presentation, a comment was made that the building is green and she questioned how this was so. She also questioned how, since the developer has built projects in San Jose and Milpitas, how they would make this particular project unique for Lafayette.

Commissioner Hertel said while at not a great level of detail, there appears to be some inconsistency between the floor plans and the building elevations, particularly shadow lines showing up on the western façade that are not seen in the floor plan. He questioned whether they were looking at more projections moving closer to property lines or would there be a cutting back of the building. He also said on the western façade starting at the north and coming back at the first one-bedroom unit, there is a balcony that appears to be tangent to the property line. He asked if it was a zero lot line for the deck area proposed. Both of his questions encompass an idea of animation, cutting back, and in's and out's of the elevation. They appear to be very superficial, and he asked for a discussion of what those are and how animated the building actually is.

Councilmember Federighi said an issue raised earlier was a comparison of mass and that the mass in the 2005 plan was 111,000 square feet and this was 120,000 square feet. She questioned the difference of the Plan 10 as opposed to Plan 10A modified. Mr. Heller said it was smaller. Since there will be floor plans affected, they have not gone to that level of planning, but it were getting close to 1,450 square feet for the 2 and 3 bedroom units, the studio apartments were 700 square feet, and there might be a 5,000 square foot differential.

Councilmember Anduri said he was having difficulty understanding the landscape plan and how the new plaza relates. He questioned if the area shown as open space was under the arcade or did it go through the bottom of the tower.

Councilmember Anderson said he was interested in seeing how this is going to connect the BART path through or past the parking lot down to Mt. Diablo Boulevard. The City has always looked at this as a phased parcel, but this is a major entry and the connection has never been shown in any plan. He felt this must be resolved and of high importance.

Commissioner Mitchell said in response to the applicant's square footage comments, he was under the impression that 2005 was 111,000 square feet of residential space and that the 2009 was 123,740 square feet. Mr. Heller said he believed it was 121,000 square feet and it might be reduced down to 115,000 or 116,000. He then confirmed with Mr. Heller that Plan 10 was the 123,750, and the 120,000 scheme would be with the modifications further away, and they are shooting for 120,000 square feet.

Mayor Tatzin said he understands where the arcade is but was curious as to what would be done to make it a lively space as opposed to a dead space that people walk through only when it's raining or they're trying to stay in the shade. He agreed with many questions asked thus far with regard to thinking through the best way to do the western articulation. Admittedly, the reduction in units could reduce the number of parking spaces but it may reduce the availability of parking, as well.

Ray Panek said KB Homes has adopted a green policy. Almost every home meets an energy star requirement and in northern California they carry it a little further. Their

corporation has been working with California Build It Green and they will be building a subdivision in southern San Jose that will be green point-rated and certified. Energy Star is a big step in green point rating which are mainly appliances. However, green point rating is site design, landscaping, recycling, material types, they go through a green point rated checklist, they have a number of people who have completed green point training and they are incorporating this into a lot of their subdivisions moving forward. He noted that the Redwood Shores subdivision will similarly be green point rated.

Mr. Panek said the green point rating aspect of this project tied into energy efficiency and recycling, mainly because the structural components of the building will be manufactured and fabricated in a controlled environment. It is quite an impressive facility to see this. So, while it may take 7 months to build the parking garage, the podium and structural separation slab, they probably can put a structural skeleton up in about 6 weeks. This cuts back on waste, it is pre-fabricated, and there is not a lot of room for staging, so they bring it out and put it in which cuts down on interferences. When talking about green for this project, they range from construction to types of units they will be providing. Also, the structural system provides for a lightweight concrete and it is helpful for them because it provides a lot of sound attenuation, whereas a wood frame building becomes more problematic.

Mayor Tatzin said there was a question about whether the ConnexTech system has limitations on the architectural design. Mr. Panek said the building is laid out using their tested floor plans in concert with the structural system and it does not prevent them from adding further architectural articulation.

Mr. Heller said the ConnexTech system is like a tinker toy system, it does have some limitations in span but it has a lot of flexibility in terms of range of spans, and can cantilever 7 feet. So there is a significant amount of movement in the façade they can create. When looking at the west façade, what may be misleading is the plan at the deck level does not show the balcony structure so much, but on the upper level it is there. He said there will be an entire series of significant bays and the southern part of the building projects out completely. So, it is something they would work on in more detail in Design Review, but there is a lot of movement in the system. He said it was not shown on the plan because the balcony becomes part of the terrace on the terrace level plan. They have worked with the ConnexTech people and they will ensure they get what they want from the design, as well as what the system can do.

Commissioner Maggio questioned the ConnexTech material and asked where it was fabricated. Mr. Heller said ConnexTech is a metal structural system as opposed to building a building out of wood frame and it is fabricated in Hayward. It is a patented metal connection joint system, using high beams and steel frames. It has advantages for being better for building centers. It is also fireproof material and is a very good building product.

Commissioner Chastain clarified that it is structural system and that typically one cannot get a wood cantilever without going to very heavy beams, so there is a lot of flexibility with it.

Mr. Heller said they can return with programming for the open space, it goes clear under the tower, is meant to be more than just a walkway and they discussed an art gallery. Their firm did a similar theme, although enclosed when they did Hayward City Hall, which

was an element that got to a walkway to BART and it became very popular. It came together as an art gallery with community art rotating there all the time.

Mr. Smith said from the landscape/pedestrian point of view, the previous submittal of 2005 the building went right to the property line. He said this is all podium in this area. The zone underneath the tower is about 45-50 feet deep and 45-50 feet wide. This was all infill building in the area. What is interesting about this is, that you will see color of cobble which is the City's cobble in the south portal and which will be continued to show that the entire area is public domain. Therefore, you not only have the nature of the open space, but also the experience of the up and down, informal, and a little bit more formality and living the architectural elevation of the building base that is pedestrian-friendly. There are garden opportunities with planters, areas for art, tile, wall treatments, or it could be the heritage or civic ideas. They will be working with an artist that will also work with the City as part of the program. The entire area is enlivened and the gathering area is far larger than anything proposed in the past.

Mr. Heller referred to the public/private area, stating there is private space, access comes from the corners of buildings from the lobby, there is a gathering space on every level of the building, there would be controlled access stairs down to the BART station or outside the building, and the rest is intended to be covered space.

Mr. Smith said that between the reduction in upper mass and by pulling the building out of the drip line, they are talking about 7 units, 2 of which are two or three-bedroom units, and it consequently takes a lot of pressure off the planning of the parking structure underneath. They would return with this and work with staff about the circulation within the garage. Connected to this is an urban experience crossing the parking area on Mt. Diablo, and they have always intended to do this.

Councilmember Anderson said he saw the gallery in the last iteration when it was enclosed. He likes the new plan better because it is open, but he was afraid it was not open enough. In some of the elevations, it is hard to find it and it will be important for people to realize it is there and a place they can go there. He was not sure how to do it with the walls, but it might need to have a leg missing on the tower or something and more open. Mr. Smith said they can work on making it a little more transparent and feel inviting in terms of interaction between people.

Commissioner Lovitt said when he saw the original 2005 plan, he saw the gap built between the two buildings as kind of a breakthrough in the design, and he is a little distressed that venting mattered. At some point, he said he would ask for a better understanding of what is done to break up the southern half, which was his main concern.

Mr. Panek said the point he was trying to make before was that an element of the building gets shorter that it was before. The façade is longer because the gap has gotten wider and also the gap has moved eastward to be a little more central. It is 30 feet deep which is significant. He presented the old plan and the western part of the building actually overlaps the space. He pointed out the gap and said the building actually steps across and overlaps the eastern part of the building. As one is approaching the building, one does not experience the gap visually per se. When one is in the lot and walking up, the notch is seen at only one point, and it is also private space. He said the real visual experience, although in a plan diagram it looks appealing, the true urban experience is

not as good and further west. The stairs did not create a very interesting break, and was rather disruptive. Proportionally, it works better with the elevation, it is wider, and the visual real life impact is basically similar to what it was before. The final element, as an alternative, they can work within the architectural vocabulary to emphasize that break element as the main entry.

Mayor Tatzin said given that there has been some discussion about economic viability; he questioned the economic viability to redo the southern façade influence. Mr. Panek said the fundamental issue is that making the building one entity, it significantly raises the constructability, planning, efficiency, reality, and the internal circulation of the whole complex.

Mr. Heller agreed and said it also provided an entry and lobby for the type of customers they are expecting to attract to the building. They need to have a lobby element; the open air, sort of stair-connecting-buildings which is rather inconvenient and he thinks it will be a tough sell. Instead of creating an urban community they would be dividing it so one would never interact. He said they also get storage space on upper floors which can be provided to residents, and they create an interior lobby that connects nicely to the exterior plaza for residents.

Mr. Panek questioned that as an urban element, the composition of this can be much more interesting and compelling when looking at it coming up from Mt. Diablo Blvd. The sense of openness overplays in people's minds and would not have the feel that there is a direct break in two separate buildings.

Commissioner Maggio referred to the elevation slide and asked how much further back from the entry was the taller element. Mr. Panek said the part is 30 feet from the façade from the front. She felt it was a little misleading having it lightened and not colored in. Mr. Panek said he almost always has to show elevations, but they are not the way one sees buildings in reality. If they color it in, it should be colored lighter because otherwise, it would look like an uninterrupted wall. He felt it was much better to see in 3D than in 2D; 30-35 feet is a significant amount and most likely bigger than the Sequoia Room.

Commissioner Marquand said it is not like the group is trying to decide whether it will be perceived as one single C-shaped tower or two buildings like it was originally. He questioned that if they want the round building, they would perceive it as a single tower. Mr. Panek said in walking around the building, one sees it as a series of elements. He referred to the C plan and said it is quite three dimensional—it is one building but it is broken down into a couple of elements. When seen obliquely, there will be a sense of separation whether it is the through-part or not. Also, when going along the path, a façade will be experienced and then the notch and this was one of the driving forces of the City. He said it is one building physically, but once you go around the building, you see and feel the pieces. The C shape courtyard from day 1 was a key element that held the project together. In relating to the building next door that is a continuous façade all along, and it will break down much more than the existing building does.

Public Comments:

GEORGE WILSON, acoustical consultant, said one element is the fact that the building is very close to Highway 24 and will be located in a very high noise background area. The windows and walls will have to have very good sound insulation, which attributes to

a green building. High sound insulation windows are also high thermal insulation. It concerns him talking about removing stucco and using siding because the siding will not have the sound insulation stucco will have. Regarding the repeated comments about the lightweight concrete, there is nothing unique about steel frame building as far as the use of lightweight concrete. Whether or not it gives good sound insulation between units depends entirely on how they frame it at the party walls and what kind of ceiling they have because lightweight concrete could be used as well as within a wood frame construction.

LYNN HIDEN said the mass, height, and sheer packing of the project looks uncomfortably like the tenements in New York when the freeway was torn down, but supported the use and look of the rock.

ELIOT HUDSON said he was speaking to this project and also to the larger downtown plan of the City because there are many citizens that want to keep Lafayette's small town character. He used to be the partner of a 25,000 square foot building and he knows exactly how big the project is, and believes it to be massive. It will feel canyon-like when walking between this building at this height and the next building. He agrees it is set back which is an advantage but at the same time, if built, it will change the character of the town. His understanding is that the area is still subject to a specific plan limited to three stories. He reminded everyone about the housing study from HCD that talked about how high density housing in many cities is now two and three stories instead of five stories, and it is not something he would like to see in Lafayette. He regrets it if it is so far long that it cannot be undone and hoped that in future processes, the impact of what the project will do is remembered but hoped it could be avoided. The office building is three stories and while he understands the desire to have housing, he would trade this building over to something with less mass and height. He very much agrees with Commissioner Maggio in her comments about how you will see the façade from the intersection of Mt. Diablo Boulevard. To some extent it is screened from buildings in front but the mass will be seen. He heard the word, "urban" about six times in the presentation and did not believe Lafayette was an urban community.

GUY ATWOOD said Lafayette has never had a "fort" and this is what the project reminds him of. He felt the building was far too tall and massive and something should be done about it. He did not understand why it was being compared to a building that was never approved. Regarding the economic viability of the project, it is not even an issue. The project is extremely viable and the Woodbury project approved was 42 feet high. He asked how the open space is calculated because if the entire creek area or a major portion of it, he felt it was wrong. When the project was originally looked at it was in three parts. He said the area along the street and the use of the creek should not be considered as a way of getting open space and that area should not be used three times. Also, the back side of the building bothers him; one thing they did on the Planning Commission years ago was push buildings down. Reducing the height opens up the views in the back. He also questioned where the parking for guests is because the City's retail base will be destroyed if people park in the commercial district. He said one of the things said is that the building cannot be seen from different points, but when the General Plan was done, they wanted to be able to see the hills behind these properties from the intersections. He said they do not want to see a great wall but something with a view and what will be seen now with this building, the apartments, and the other building is one giant wall all the way across, so all downtown views are lost in the City. He questioned how people would be kept out of the creek and questioned if there was a way

to get across the creek as well, as a bridge might be helpful. He also questioned if there was a way to provide privacy for the stores if they wanted to put in tables in the back to be shielded from the huge condominiums. He questioned and confirmed with Mayor Tatzin that the pathway would be lit at night. He said he also did not hear anything about architectural compatibility with the apartments across the way and asked someone to explain to the community about how we could have an approved project of this size without any public input or process, which he felt was wrong and shameful.

MARIE BLITZ questioned timeline in relation to what the Council and Commission is being asked to do, said the developers are bringing the proposal in a so-called preliminary process invented by the settlement and development agreement, and even though a lot of discussion has been heard about a series of modifications and they want to work with staff, DRC, Planning Commission and the Council to resolve a long list of details and questions, there is a lot to do, which takes time if it is going to be thoroughly reviewed. The problem with the settlement agreement terms is that if the Council tonight gives their "thumbs up" to the pre-application, the City will be locked into a tight timeline at each of the next levels for working out the myriad of details. When the plans return and the EIR piece is put together, DRC will have 30 days to calendar a meeting, 45 days beyond that to make a decision, with the Planning Commission having the same cycle, which is not much time. It is a huge building for Lafayette, there is a specific plan for the BART block that pre-dated the development agreement by more than 10 years which is still in place, and the proposal is not consistent with that plan in a host of ways which are highlighted in the staff report. She said view sheds does not mean the view seen between the crack of the building, but of much broader content. As noted in the staff report, if the 10 year old development agreement actually freezes in place those ordinances and rules for purposes of analyzing the proposal, then the group does not have in front of them an analysis of how this proposal fits that General Plan or those rules and regulations that are in place, but rather a partial analysis of how it measures up to the BART specific plan and the assumption that the developer will come in with wide-ranging amendments to that specific plan if the "thumbs up" are given. The request on the application at this pre-application stage is extremely preliminary, too premature, especially given all of the changes proposed by the developer.

Mayor Tatzin confirmed there were no staff comments, questions or comments of staff or the applicants.

Commissioner Comments:

Commissioner Lee said he liked the presentation, said there is a lot to comment on, he likes the idea that the developer is talking about a green project, hoped that it could be up to 80 points, and the fact that transit villages make huge concessions on the parking side, then there should be some zip cars that are shared amongst people or other alternatives available. He was less inclined to pressure parking counts because the idea is to change our way of thinking about how people get around and not get into a car and possibly making Mt. Diablo more pedestrian-friendly, as well. The building itself has some issues and he could guarantee that people in town know the difference between a building that looks like its two buildings with an opening and one that does not; however, he did not believe this was too important. The bigger aspect is the experience along the creek which needs the relief so one is not walking down the Grand Canyon or the "fort" of Lafayette. He was disappointed that the lobby does not "plug" into the street by the driveway, which he felt was a missed opportunity. He thinks some thought and

consideration should be given with these two pieces because he felt they did not align. Regarding the issue about how the building finishes, he felt the entire process was organizing itself around a building that was designed without having played the right games with the weights of the elements and pieces as you form the base of this building. There is still a sliding glass door stacked under a stack of 6x8 doors and the group cannot get the sense that a base is a base, and he was not sure the top was really a top. They have made some material changes and as rich as they look on a 3x4 board it is not the same when there is 120,000 square feet of building and there is the need to break down its mass. From a design review perspective, he will be looking for somebody to show him more richness in detail and in a way that makes the building look better. He voiced concern about the art gallery and lack of change of penetration as you hit the tower and said the tower just looks like another part of the building. He wants to see something stronger such as changing the railing from a light railing to an opaque railing, or make smaller openings in railings, or changing the sizes of railings in the rise to the tower. He said those he has seen in architecture books are those which should occur. He likes the fact that they have bracketed the creek with some elements that will be fairly innocuous later on. The area between Baja Fresh and AT&T store and never see a tower up 60-70 feet up into the air and what is important is what happens at the base. The art gallery seems like a left over piece where you cannot park cars in it. It does not have an opening; he is afraid it will never get used and is not a good place to put art especially given its access to weather conditions. He said he was looking for softness in the courtyard; when getting to the opening of the sea, there is a harsh edge right not where the podium ends. He said they said the same thing about the Woodbury project, such that it does not look like we are not burying the structure underneath. The stairs might need to be flared or loosened up a bit so they behave in a way that is organic to the space to the east.

Commissioner Lee referred to the top and the progression from the stone to the rusticated finishes to a smoother finish will be a mistake. The top needs more weight and right now it is very light and what is needed is something heavier and sticks to the ground better.

Commissioner Cleaver thanked the applicants for their work in addressing comments from the City and felt staff's review was perfect and provides a nice way of looking at things. He feels the building is a little big as it sits on the site. The trees northeast and northwest of it need to be accommodated better. He agreed that the gallery does not make much sense and part of him wants to get rid of the balconies on the south side and slide the entire building closer to the property line, allowing for more space somewhere else. He thinks the plan graphics of the spiraling jetty in the open space is nice, but he would rather have significant planting and not a series of walls. The development currently suffers from the fact that all of the structure pushes to the edges and needs to be planned a little bit better for there actually being a significant open space where a couple of big trees can come in, where the actual void in the building can be absorbed by planting. This contrast will make a better overall building mass. The current buildings look extremely flat right now and the roofs look extremely flat on the west and north. The south elevation has some articulation, and he would like this to occur in other spots.

Commissioner Marquand said he supported Commissioner comments, thanked staff for the chronology, thinks this is a major City planning level project in the sense that it goes up a number of feet that no other surrounding building goes up, even though it does achieve the same height next door. Some graphics the applicant provides in the future

should show a larger context and the height of the building to those things around it, and felt claustrophobic in the way the project is being analyzed. He said he did not know much about the 2005 plan, but likes the idea of density near the BART Station; it is an excellent opportunity for density and he much prefers residential over commercial. However, he was a little deflated when he saw the 2005 plan simply because the current proposal is so much more generic than the 2005 plan. He was more concerned with the project's monolithic massing which comes through in community comments, believes other commissioners have elaborated well about the care and detailing, as well as the idea that the building has a face, a middle section and a top, and a lot is being asked to go up to this number of stories. He would like to see the best building that Heller Manus has done on this spot because he believes it is a big concession on the City's part. He thinks four stories would seem a lot nicer or possibly play with a mix of four and five stories in different ways. Regarding the much discussed art gallery, he feels the space is nice. In terms of getting relief from the wall coming down, people will be used to a more spacious drive-a-way along the Mt. Diablo commercial area and he thinks that the big shadow line would be helpful in how it is worked out. Other than that, he said he appreciates this being proposed as a residential use.

Commissioner Hertel said he agrees with staff fundamentally that this is the correct position in Lafayette to do such a project of this mass and have the transit corridor as the core of the downtown, and the ship sailed on a better plan 20 years ago at another recession. He acknowledged the mixed use development and said he sees it best used as housing. His difficulty overall is that he believes the project strains at the edges. Re-calculation can be done on a net basis, but it strains at the edge of the parking, at the creek edge, and at the north edge of the BART parking lot. Ironically, the area where the building steps back is the west edge where no one even enjoys it or acknowledges that sort of cutback. It is a great benefit to the residents who enjoy the terrace which can only be planted with trees that can survive in a small planter sitting on top of the terrace and not in dirt.

Regarding the south elevation, he finds himself still agonizing over the lack of connection. He wants to go back to the whole concept of the BART Block mixed use, and this is the last opportunity to mix the uses. He knows retail is not viable, live/work is not viable, nothing is economically viable except a dead arcade that is shallow, goes nowhere, starts nowhere and forces people under a 5-story building which seems oppressive in its height and weight, and he questioned why he would want to go underneath it. He was not horribly pleased with the solution; he understands the solution architecturally—it is being pushed right to the edge. He is worried about the depth of articulation of the building façade; the south elevation has a two foot shift and Juliet balconies, so there is not tremendous shadow line, animation, and also, repetitive demonstration. This worries him about this footprint moving forward. The plan needs deductive changes in order to make it successful architecturally and it needs bigger movements in the building massing. Regarding ConnexTech, the reason it is being used is because one cannot push up five stories of wood frame by the Building Code. He said with the building next door, they had a schematic plan, it went to design development, things got added to the building that did not get deducted, and it stressed even more at the side. His biggest concern is how the public area fits under the building. He sees a sheer wall blocking and killing two sides of it and he is worried about how this would play out. Other than that, he loves the project, the idea, and he really wants something that has significant mass and importance to be in this town, but feels it needs some work.

Commissioner Mitchell believes there were rules developed for joint meetings and he hoped that the group could take more than 2 hours in the future. He said some of the numbers have changed since they saw the staff report, but he supports staff's analysis in showing the non-compliance between the 2005 and 2009 plans. It is important to look at the relationship between what is presented in the BART Block Specific Plan because eventually the City will get an amendment out of this, so the City should look at the relationship to it. BART Block Specific Plan calls for a 3-story height limit. This is 5 stories--or depending upon how one reads the Municipal Code--6 stories high. Some 3-story buildings higher than 35 feet are allowed in the specific plan and this is 57 to 67 feet.

Regarding Commissioner Hertel's comments and the number of units and density, it is a 1.47 acre parcel, so at 76 units, there are about 50 units per acre. The 2009 plan had 89 units which are about 60 units per acre. But, importantly, the area of the creek setback is the undevelopable area leaving about 1.09 acres which pushes the density up a lot to about 81 units per acre. The same applicant put forward a plan in 2004 for a 3- and 4-story building which was 75,317 square feet of living area. The 2005 plan goes from 75,000 to 111,000; the 2009 plan goes to 123,000. So, the proposals got bigger.

Commissioner Mitchell pointed out that the City is working on a downtown specific plan and he believes the City will get an amendment to the BART Block Specific Plan. It looks like this is going in the direction of 3 and 4 stories and is coincidentally what was proposed in the 2004 submittal of 75,000 square feet. Mr. Bowie, in his conclusion, stated that they do have a viable project, an approved office building, and that building is 100% in compliance with the BART Block Specific Plan and has a useable area of less than 30,000 square feet of office with lower heights. In conclusion, he would go in the ""thumbs down"" direction because he does not see the relationship to the BART Block Specific Plan sufficiently close.

Commissioner Maggio said she would like to see Phase III completed, she would like to see multi-family housing and thinks it would have a great opportunity at the BART station. She believes the market will come back in a few years and with that in mind, she challenged the applicant to do something significantly greener. She felt the metal structure was a good engineering decision, the energy star appliances are good for the consumer, but neither is really building green. There are lots of things one can do without expending any more money to make the environment much friendlier to habitants inside. She said simple things like creating more daylight getting into the interior of the apartments will reduce gas and electricity, and could downsize the HVAC system and saving money. She questioned how this development for Lafayette would be different from Milpitas and San Jose, and did not receive an answer, and she challenged the applicants to make it different from those communities. This relates to what Commission Lee had said about the appropriateness of building materials, and she felt Design Review could assist with this.

Commissioner Ateljevich said she appreciates the fact that the applicant said they would step back the back part of the building that is near the oak tree, but feels that overall the height and bulk of the building are too big for Lafayette, and she did not believe 5 stories was needed. She thinks the south elevation is quite boring and otherwise agreed with Commissioner Lee's comments.

Commissioner Chastain said he gives the project a ""thumbs up"" because it is multi-family development in the right place in town and he supports the use on the site. However, he will have to see things changed before he could approve it. He believes the project is too high in terms of the way the rest of the building is handled. There might be a 5th story if it were set back or if the building itself had more articulation. So, it is not just the height but the fact that it is a nominal understanding of a building. He was asking questions about the structural system because he thinks the applicant can get bigger shifts in the wall plane possibly generating better daylight but also being able to break up the plan. He thinks the C-shaped plan is fine and appropriate, but more transparency at the entry would help with the understanding of the different parts of the building. The entry is built up out of stone as opposed to emphasizing the transparency, which he feels would mitigate the sense of the building being contained. He agreed with comments about the south elevation in terms of articulation and he would be more interested in a more careful understanding of what the top is versus what the bottom is. However, the whole bottom edge has presented itself as a series of after thoughts, which is not sufficient for his approval. This is the public contribution that the building makes to the south edge and he was much more interested in how it relates to the buildings around it and to the uses around it. Also, if the space is truly a community art gallery, he would like to see how this would work; how it would be programmed and maintained. If it were truly a gallery, he might begin to think it is a significant contribution at that edge of an activity, of a public use when people cross the street, but it is not really presented this way and therefore hard to understand how it would actually work. If the space is taken away and made into landscaping, it is a tucking under the building and he did not see how a use could be made there. It could be highly articulated as a place to sit in the sun, drink coffee, or something but now it is not presented that way and until the space is not presented as an afterthought but a true attribute to the public environment, he would not approve it. He said the west elevation is pretty difficult and he would withhold his own judgment until he studies better what the view is from the town. As it stands, it is the largest sea or wall of the project and it is problematic.

Lastly, Commissioner Chastain said the towers are totally without value to him and did not believe the town needed competing towers, as they actually call attention to the height and get in the way of the cascading roofs. He would like trees to be the definition and he thinks the towers do not serve a purpose that has been identified as making something special, and he believes they just make the height more apparent. He would also expect the towers to be removed to allow the building to have a gentler end and just allow that movement into the landscaping space.

Commissioner Lovitt said working on something like this in today's environment takes some foresight. He echoed many comments, completely agrees with the concept and use of the building, does not agree with the height and mass, thought the plan of the past was better and this one presses harder than that and in the end, he would not be able to give it a ""thumbs up"."

Commissioner Hertel said he also saw the entry way as an opportunity for doing a roof deck and he worried that the interior of the C-shaped courtyard will never see the light of day except at high noon. So, this may perhaps given a common area to the residents.

Council Comments:

Councilmember Anderson supported housing at the location. He likes the general concept, felt it could be carved and brought down a bit, but he was not so worried about that. He voiced concern about how this faces the back ends of all the restaurants. There are dumpsters and other things on the back sides of restaurants which would be front yards for the area across the street, and he was not sure how those would relate to each other. He saw the plan when there was an enclosed gallery and he could understand it better. As an arcade like this; however, he felt it was lost in the shadow and he suggested that with the tower removed; this could be a large, open, unfettered, no column space that flows from the outside in. He felt the public space was something the City had labored with for a long time and while they were getting close, the project is not there yet. He said he really likes the public garden, the public/private piece and the center of the "C" but questioned how people would get to the street from BART which he believed was missing and needs work. He felt the City was moving in the right direction and in talking as a subcommittee member with LRP, they expressed a lot of confidence in the DRC and what they could offer to make the building better. If the applicants are willing to consider them, the structure will really be nice and he felt good about the process.

Councilmember Federighi said she also likes the site for housing and thinks it is the appropriate spot for a dense project. She hears real concerns about the height and while she would prefer it lower, she thinks the visual impact of Town Center II has not been height-wise that significant. On the other hand, there have been a number of issues raised tonight and she did not believe there was any way that the consensus is for a ""thumbs up"". She did not believe that given the constricted timeframe that the settlement agreement calls for after a general feeling of ""thumbs up"", there is not enough time available to address all issues. She also shares Councilmember Anderson's feelings about the gallery. When seen, it was enclosed but required extra parking. To solve the parking problem, by keeping it open it leaves it as an after thought. To be useful, it should be opened up more and exactly how that is done she would leave for others to resolve. She hoped the group was not giving up on the idea of housing on the site, but she did not believe the group was ready to give a ""thumbs up"" yet.

Councilmember Anduri said he agrees that this is definitely a place for housing, agrees with the density, and said his concerns relate to the connections to surroundings. He agrees completely with Commissioner Hertel that it crowds the surroundings on just about every side of the building. As an example, on the east façade he has trouble with the hardscape; it makes the building seem much closer and takes away from the path. One of the Commissioners said that should be heavily planted and this needs a softer edge and it is too close to the path. He believes it will be very important to pull back the northeast corner from the oak tree. In terms of the south elevation, he agrees with Commissioner Lee that it would be a real opportunity to do something that lines up with Dewing to tie it altogether. In terms of what that is on the south façade, he did not know. He was also agnostic on the towers. He can see not having the towers might be better if somehow that side sloped down to the creek, which would be important. He thinks the tower on the east is fine and a good element, acknowledged that if there are too many towers it gets trite, and emphasized the open point. Taking away a tower would create more of an open space. He also believes guest parking needs to be addressed.

Mayor Tatzin thinks housing is the preferred use for the site, stating this is probably the lot along with Town Center II where it is appropriate to have the highest density Lafayette will have and he hoped to proceed to the next step. He learned in Town Center Phase I

that he should not give suggestions to Design Review and a lot of ideas have been expressed by the Planning Commissioners and DRC members. He also noted that some of what was heard was also in conflict; some people think the towers are an important element, some people think they should be removed. This is a first meeting so some issues will need to be resolved in on-going dialogue. He suggested that if the applicant is interested, the meeting be continued to the Council or Planning Commission's first June meeting at which point the Council asks staff if they could document what they have heard in terms of points raised and have everyone present with the public to comment on that list. Under the settlement agreement procedures, what the City is supposed to do is essentially come up with a list of things that form the basis for subsequent review, along with the EIR requirements and our normal checklist. This is the process recommendation he would give this evening.

Councilmember Anduri said additionally, regarding view sheds, when one is behind the retail building, even now one cannot see the hills in any direction. He did not know what the situation was when down on Mt. Diablo Boulevard at the intersection, but it could be that the three-story building blocks that out. Mayor Tatzin said he looked at the area from the Diablo Foods parking lot and one might have been able to see the tower only because it was the only section of the site that wasn't hidden by the trees that are between you and the site. He appreciates the applicant looking at the visibility comparison of this versus the 2005 plan from the perspective from Mt. Diablo Boulevard and he also encouraged the applicant to determine what that would look like if walking down the BART path toward Mt. Diablo, and how apparent the sense of two buildings was.

Councilmember Federighi questioned whether or not anything would be accomplished by getting together to review the list of concerns raised. She felt it would be more helpful to have a continued meeting with the applicant given the opportunity to address some of the major concerns. Mayor Tatzin said the applicant could do this at the next meeting, he was not sure they would present new renderings or not, and he acknowledged it may take longer. He said the developer has indicated that the project is several years off, so he was not sure about its sense of urgency.

Mr. Panek said he agreed with Councilmember Federighi, said they have contractual issues with the land owners and need to hold discussions with them. He felt it would also be good to have the list prepared and maybe send it around to the group as a whole, including the applicant's team, look at things, and come to agreement in a draft form of what that document states. He said there were a lot of good comments made; some were fully expected and some were not, but if these steps were taken during the summertime, the economy provides them with some time.

Rick Dishnica said he is generally comfortable with the opportunity to continue dialogue and narrow down the approach. He feels there are some issues they are sensitive to and one is the deadline that comes up in May 2010. He requested the group look hard in this next round for a longer period of time for the development agreement and settlement agreement extension, which is essential to work on this path. He said they cannot have that amount of pressure when trying to work toward a point in the future.

Ms. Srivatsa said the development agreement expires May 2010 and this means that the project will have to comply with the current rules and regulations, i.e., the current general

plan and the BART Block Specific Plan. Mr. Dishnica said it also requires that a building permit be pulled for an office building, as well.

Mayor Tatzin confirmed with the applicants that this could added to the agenda for some time in late July, and a date can be found for the entire group to meet in the end of June/early July.

6. ADJOURNMENT

ACTION: It was M/S/C (Anderson/Federighi) to adjourn to the Regular City Council / Redevelopment Agency Meeting at 8:20 p.m. Vote: 4-0-1 (Ayes: Tatzin, Anduri, Federighi, Anderson; Noes: None; Absent: Andersson).

APPROVED:

_____

Don Tatzin, Mayor

ATTEST:

_____

Joanne Robbins, City Clerk

To: Niroop Srivatsa
City of Lafayette, Planning Division
3675 Mt. Diablo Blvd. #210
Lafayette, Ca 94549

August 21, 2009

SUBJECT: Lafayette Town Center Phase III, Re-Submittal Cover Letter
RE: Joint Committee Meeting, September 14, 2009

Dear Niroop,

Lafayette Residential Partners, LLC, KB Home, Heller Manus Architects and Smith + Smith Landscape Architects ("Development Team"), has worked diligently to revise the building architecture and landscape design since the previous Joint Committee Meeting, May 26, 2005. Below are the project statement and a summary of the commitments made by the Development Team with descriptions of the associated revisions.

Project Statement:

The project consists of residential units over a two-story parking structure. The proposed project meets all of the requirements of the Fourth Amendment To The Town Center Development Agreement, dated April 28, 2008, between The City of Lafayette and Lafayette Residential Partners, LLC.

Lafayette Town Center is a high quality and sustainable condominium project that compliments the character and charm of the City of Lafayette. With thoughtful and careful design the architecture provides a traditional feel appropriate to the City of Lafayette and this neighborhood. The landscape is intended to commemorate the creek with an oak woodland feel. The landscape program will add trees along the eastern edge of the site using large stones in key locations offering a notion of the creek ascending from its banks to oak meadow. This theme is continued with the architecture through the use of a stone base climbing as high as two stories to create a powerful and lasting foundation. As a result this project will characterize the mighty oak trees of Lafayette, with their solid roots and lasting life. The quality of the proposed architecture further enhances the permanence of this new and sustainable neighborhood in the City of Lafayette.

This is a tremendous opportunity for the Development Team and the City of Lafayette. While change may be inevitable, we view our commission to change responsibly and remain cognizant of both the heritage of our ancestors and the welfare of our descendants. In keeping with this charge, the Development Team proposes a sustainable, high quality residential project that

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preserves and honors the existing creek with its natural foliage and watchful oaks, along with a traditional architecture that honors the quality of design sought by the City of Lafayette.

Summary of KB Home Commitments

1. Eliminate two, 3-bedroom units on the fifth floor of the northeast corner of the building
2. Provide parking at 1-space per bedroom, not to exceed 2-spaces per unit
3. Provide a mechanically ventilated garage creating architectural opportunities to enliven the southern edge
4. Provide a functional colonnade and plaza at the southern edge of the project to enliven this frontage
5. Develop a main entry foyer at the southern elevation to enliven this frontage and improve the southern elevation
6. Move northeast corner of building completely outside of the drip-line of the Oak Tree
7. Provide Greater Setback from BART path and additional landscape amenity

Summary of Revisions

1. Development Team has committed to removing two, three bedroom units on the northeast corner of the fifth floor, resulting in a loss of two premium units on the fifth floor
2. Parking
    a. Development Team is committed to providing one space per bedroom not to exceed two spaces per unit
    b. Development Team will work with the City's traffic engineer on the final design
3. The garage remains as proposed; a mechanically ventilated garage enlivened on the southern elevation by the main entry and a sculpture arcade
4. Arcade/Colonnade
    a. The arcade/colonnade has been redesigned to be the main pedestrian route from the BART path to the west and vice versa. The sidewalk north of the parking
    b. spaces was removed and replaced with an increased landscape buffer between the parking lot and the building

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c. It is the intent of Development Team to, upon approval of the project in concept, work with the City's art commission to enliven the arcade/colonnade with art. One idea for the arcade/colonnade is to tell the story of the oak, from its humble beginnings as an acorn to its rise of strength and longevity with the use of decorative concrete in the walkway, sculptures or mosaics, or a combination thereof. The story would culminate with view of a specimen oak at the end of the colonnade, marking the beginning of the BART path.
d. Pedestrians returning to Lafayette from BART would follow the BART path south to a terminus marked by a specimen oak that would direct westbound traffic through the colonnade where they will be conveniently connected to crosswalks at Dewing Ave for access to Mt. Diablo Blvd. Eastbound traffic would be directed to the crosswalk at Lafayette Circle for access to Mt. Diablo Blvd.
e. In response to the question of how people will know where the BART path is, Development Team would propose to use way-finders such as signs to mark the route to the BART path.

5. Southern Elevation/Main Entry: In general the repetitive design elements such as the Juliet balconies and stacked windows have been removed, revised and refined
   a. The entry and lobby shifted to the west to align with Dewing Ave creating an architectural terminus to this view and providing greater utility for residents
   b. The elevators, and elevator wells, were relocated making them a less prominent feature allowing for a deeper notch above the main entry
   c. The roof of the main entry is now usable outdoor space with landscaping elements such as planters and pots
   d. The tower at the southeast corner of the building has been removed thereby pulling the building back from the property line and offering a larger public open space
   e. The garage entrance was shifted to the west creating a less invasive view
   f. The base of the building is better defined with a stone base that moves up and down vertically as well as in and out from the property line creating projections and recesses
   g. Bay elements have been added to the fourth and fifth floors to reduce the massing of monolithic vertical elements; some of the fifth floor bay elements have recessed windows with columns connecting the balconies to the roof
   h. All gable ends are now hipped with deep shadow lines
   i. Window shades have been placed above windows on the second, third and fourth stories
   j. Trellises have been added to 1st story balcony elements with the opportunity to invite vegetation onto the building

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k. Two lower roof elements were added to third floor bays adding more variety and depth

6. Move northeast corner of building completely outside of the drip-line of the Oak Tree
   a. The tower from the northeast corner is now removed
   b. One studio unit on each floor at the northwest corner of the building is removed. By removing these units, the northeast corner of the building can be shifted to the west thereby creating a greater separation between the oak tree and the proposed building resulting in a loss of five studio units; one per floor
   c. The setback between the building and the BART path is now larger and landscaped

For any questions please contact Jed Bennett at 925-750-1749.

Thank you,

Jed Bennett
Forward Planner
KB Home, South Bay Inc.

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